

**IN THE UNITED STATES BANKRUPTCY COURT  
MIDDLE DISTRICT OF NORTH CAROLINA  
DURHAM DIVISION**

<b>IN RE:</b>  <b>WOODLAKE PARTNERS, LLC,</b>  <b>Debtor.</b>	<b>Case No. 14-81035</b> <b>Chapter 11</b>
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**MOTION FOR ORDER PERMITTING CHANGE OF VOTE ON DEBTOR’S PLAN OF  
REORGANIZATION [FED. R. BANKR. P. 3018] AND TO EXPEDITE HEARING**

M.M. Warburg & CO (AG & Co) Kommanditgesellschaft auf aktien f/k/a M.M. Warburg & CO Kommanditgesellschaft auf Aktien (“Warburg”), pursuant to Rule 3018 of the Federal Rules of Bankruptcy Procedure, hereby moves this Court for an Order allowing Warburg to change its votes on the Debtor’s Plan of Liquidation from “Rejects the Plan” to “Accepts the Plan” and to expedite the hearing on Warburg’s Motion. In support of its Motion, Warburg shows the Court the following:

1. On January 30, 2015, Debtor Woodlake Partners, LLC (“Debtor”) filed its proposed Chapter 11 Plan of Liquidation (the “Plan”). [Dkt. 108].
2. Subsequently, on March 10, 2015, Warburg filed two ballots rejecting the proposed Plan — one ballot for the portion of Warburg’s claim that is secured and classified in Class 4 of Debtor’s Plan and one ballot for the portion of Warburg’s claim that is unsecured and classified in Class 11 of Debtor’s Plan (the “Original Ballots”). [Dkt. 146, 148].
3. Warburg’s claims total approximately \$2,902,606.31.
4. Warburg is an entity based in Germany, with its managers and other officials conducting business from Germany. As a result, Warburg was unable to fully review and evaluate the Plan and to discuss the plan with its counsel prior to the deadline to submit its Original Ballots. Thus,

Warburg determined that rejecting the Plan was necessary pending further evaluation with counsel.

5. Warburg has now had an opportunity to fully review and evaluate the Plan with counsel and supports proposed Plan. Thus, Warburg wishes to change its votes on the Plan from “Rejects the Plan” to “Accepts the Plan.”

6. A hearing on confirmation of the Plan is set for March 17, 2015, at 10:00 a.m. (the “Confirmation Hearing”).

7. An amended ballot reflecting Warburg’s changed vote with respect to its secured claim is attached hereto as **Exhibit A** and is incorporated herein by reference (“Amended Secured Ballot”).

8. An amended ballot reflecting Warburg’s changed vote with respect to its unsecured claim is attached hereto as **Exhibit B** and is incorporated herein by reference (“Amended Unsecured Ballot” and, together with the Amended Secured Ballot, the “Amended Ballots”).

9. Because the Confirmation Hearing is set for March 17, 2015, at 10:00 a.m., Warburg requests that the hearing on this Motion be expedited and heard in conjunction with the Confirmation Hearing so that Warburg’s vote may be properly counted.

WHEREFORE, Warburg respectfully prays and requests of this Court:

1. That the Court grant this Motion and allow Warburg to change its votes on the Plan to “Accepts the Plan”;
2. That the Court accept the Amended Ballots attached hereto as replacements for the Original Ballots;
3. That the Court set this Motion for hearing at the same time as, and in conjunction with, the Confirmation Hearing on March 17, 2015, at 10:00 a.m.; and

4. That the Court grant such other relief as it deems just and proper.

This the 16th day of March, 2015.

/s/ Margaret R. Westbrook

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*Counsel for M.M. Warburg & CO*

**CERTIFICATE OF SERVICE**

I hereby certify that the foregoing **MOTION FOR ORDER PERMITTING CHANGE OF VOTE ON DEBTOR'S PLAN OF REORGANIZATION [FED. R. BANKR. P. 3018] AND TO EXPEDITE HEARING** was filed electronically in accordance with the local rules and was therefore served electronically on those entities that have properly registered for such electronic service and by United States Mail, first class for those entities not registered for electronic service and for which service is required.

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This the 16th day of March, 2015.

/s/ Margaret R. Westbrook  
Margaret R. Westbrook